

**RAILCAR, Ltd.**

Suite 315  
1819 Peachtree Road, N.E.  
Atlanta, Georgia 30309-1847

(404) 352-6799  
Fax (404) 352-6798

# RAILCAR

February 2, 1994

Interstate Commerce Commission  
12th and Constitution Ave., N.W.  
Washington, D.C. 20423

RECORDATION NO. **18695** FILED 1425

FEB - 7 1994 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

Attn: Ms. Mildred Lee  
Room 2303

Re: Lease Agreement by and between Railcar, Ltd. and Norfolk Railway Company

Dear Ms. Lee:

Enclosed herewith are two (2) originally executed and notarized copies of a Summary Lease Agreement by and between Railcar, Ltd., a Georgia corporation, as Lessor, and Norfolk Southern Railway Company, a Virginia corporation, as Lessee. The Lease is for fifty-four (54), 100-ton aluminum covered hoppers having AAR mechanical designation C113 and bearing the reporting marks and car numbers NS 258000 - 258053, inclusive.

The address of the parties are as follows:

Railcar, Ltd.  
1819 Peachtree Road, N.E., Suite 315  
Atlanta, Georgia 30309

Norfolk Southern Railway Company  
8 North Jefferson Street  
Roanoke, Virginia 24042

I would appreciate your recording the enclosed Summary Lease Agreement and returning one (1) copy to me. A check for the filing fee in the amount of \$ 18.00 is enclosed.

Sincerely,

  
James A. Day  
Chief Financial Officer

JAD/jfh

Enclosures: (2) Original Copies Of Summary Lease Agreements  
Check

icc.record.1002jd

RECEIVED  
OFFICE OF THE  
SECRETARY  
FEB 7 9 58 AM '94  
LICENSING BRANCH

MEMORANDUM OF  
LEASE AGREEMENT

RECORDATION NO. 18695 FILED 1425

FEB - 7 1994 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

1. This Lease Agreement is made and entered into as of October 14, 1993, by and between RAILCAR, LTD., a Georgia corporation, and NORFOLK SOUTHERN RAILWAY COMPANY, a Virginia corporation.

2. Railcar, Ltd. agrees to lease to Norfolk Southern Railway Company, and Norfolk Southern Railway Company agrees to and hereby lease from Railcar Ltd., the following:

Fifty-four (54) 100-ton, 4,750 cubic foot aluminum covered hoppers bearing the reporting marks and car numbers NS 258000 - 258053, inclusive.

3. The address of the parties are as follows:

Railcar, Ltd. (Lessor)  
1819 Peachtree Road, N.E., Suite 315  
Atlanta, Georgia 30309-1847

Norfolk Southern Railway Company  
8 North Jefferson Street  
Roanoke, Virginia 24042

4. The term of this Lease Agreement is seven (7) years beginning on December 1, 1993.

5. The terms and provisions of this Lease Agreement, are more particularly set forth in a Lease Agreement of even date by and between Norfolk Southern Railway Company and Railcar, Ltd.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Agreement to be executed as of the day and year first above written.

Railcar, Ltd.  
(LESSOR)

By: Wilds L. Pierce  
Wilds L. Pierce, President

[CORPORATE SEAL]

Norfolk Southern Railway Company  
(LESSEE)

By: Harold C. Maud Jr.  
Title: Vice President

[CORPORATE SEAL]

STATE OF GEORGIA )  
 ) ss  
COUNTY OF FULTON )

On this 17th day of January, 1994, before me personally appeared Wilds L. Pierce, to me personally known, who being by me duly sworn says that he is President of the Railcar, Ltd., and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Joyce E. Cornelius*  
Notary Public  
Notary Public, Clayton County, Georgia  
My Commission Expires July 9, 1996

STATE OF *Virginia*  
*Cities* ) ss  
COUNTY OF *Stafford*

On this *24th* day of *January*, 1994, before me personally appeared *Harold C. Marshall* to me personally known, who being by me duly sworn says that he is *Vice President* of the Norfolk Southern Railway Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Jeannie B. Davis*  
Notary Public  
*My commission expires*  
*May 29, 1995*